

1. Return copy or recorded original to

RETURN TO:
CSC NETWORKS/PHLFS
P.O. BOX 1110
ALBANY NY 12201

Pre-paid Acct #

2. Name and Address of Debtor (Last Name First if a Person)

Birmingham Hospitality Corporation
113 Baybridge Professional Park
Gulf Breeze, FL 32561

Social Security/Tax ID #

2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)

Social Security/Tax ID #

3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person)

GIAC Leasing Corporation
Three Ravinia Drive
Suite 2000
Atlanta, GA 30346-2149

Social Security/Tax ID #

4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)

FILED WITH: Shelby County, AL

5. This statement refers to original Financing Statement bearing File No. 199602335

Filed with Shelby Jefferson Co., AL Date Filed 1/23 19 96

6. Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above, is still effective.

7. Termination. Secured Party no longer claims a security interest under the financing statement bearing the file number shown above.

8. Partial or Full Assignment. The Secured Party's right under the financing statement bearing file number shown above to the property described in item 11 or to all of the property listed on this file, is assigned to the assignee whose name and address appears in item 4.

9. Amendment. Financing statement bearing file number shown above is amended as set forth in item 11.

10. Partial Release. Secured Party releases the collateral described in item 11 from the financing statement bearing file number shown above.

11. Full Assignment to: Metlife Capital Corporation
10900 Northeast 4th Street
Suite 500
Bellevue, WA 98004-5053

11A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

Check X if covered: Products of Collateral are also covered.

Signature(s) of Debtor(s)

Signature(s) of Debtor(s) (necessary only if item 9 is applicable)

Type Name of Individual or Business

Signature(s) of Secured Party(ies)

Signature(s) of Secured Party(ies)

GIAC Leasing Corporation By: CSC Networks

Type Name of Individual or Business by Power-of-Attorney

(1) FILING OFFICER COPY - ALPHABETICAL (2) FILING OFFICER COPY - NUMERICAL (3) FILING OFFICER COPY-ACKNOWLEDGEMENT (4) FILE COPY - SECURED (5) FILE COPY DEBTOR(S)

STANDARD FORM - UNIFORM COMMERCIAL CODE - FORM UCC-3 Approved by The Secretary of State of Alabama

Inst # 1996-09161
03/21/1996-09161
12:44 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

687287

POWER OF ATTORNEY FOR UCC FILINGS

(FOR USE WHEN SIGNING FOR THE SECURED PARTY ONLY)

KNOW ALL MEN BY THESE PRESENTS that GIAC Leasing Corporation (hereinafter referred to as the "Principal"), a Tennessee corporation with its principal place of business at the address last set forth below, authorizes CSC Network (the "Attorney"), a _____ corporation with offices at 500 Central Avenue, Albany, New York 12206, to act as its attorney-in-fact for the limited purpose of preparing, executing and filing in the Principal's name such Uniform Commercial Code filing forms ("UCC Forms") as the Principal may request. The Principal agrees that the Attorney will not be responsible for any error, negligence, or for any sort of act or omission not amounting to willful misconduct, and the Principal will hold the Attorney harmless from any and all actions, claims or demands of any nature whatsoever which it may have or will have against the Attorney arising out of the performance of its functions for and on behalf of the Principal pursuant to this Power of Attorney, except for any actions, claims, demands or liabilities caused by the willful misconduct of the Attorney. This Power of Attorney will remain in full force and effect until due notice of its revocation is given by the Principal to the Attorney.

IN WITNESS WHEREOF, the Principal has caused this instrument to be executed by a duly authorized representative as of the date set forth below.

Principal (legal name and address):

GIAC Leasing Corporation

Three Ravinia Drive, Suite 2900

Atlanta, Georgia 30346

By: _____

Name: _____

Title: _____

Date: _____

[Signature]

Name: Jim Wright
Title: VP
Date: 3-6-96

Inst # 1996-09161

03/21/1996-09161
12:44 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 11.00